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BellSouth Telecommunications, Inc
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T.R.A. DOCKET ROOM

Guy M. Hicks
General Counsel

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May 3, 2005

VIA HAND DELIVERY

Hon. Pat Miller
Chairman
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

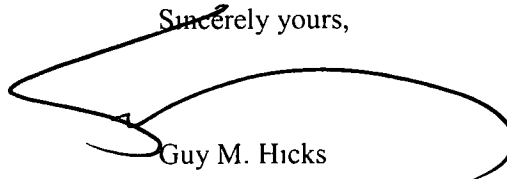
Re *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Business Telecom, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*
Docket No. 05-00131

Dear Chairman Miller:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Business Telecom, Inc. and BellSouth Telecommunications, Inc. are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated March 25, 2003. The Amendment modifies the Notice provision in the Agreement.

Thank you for your attention to this matter

Sincerely yours,



Guy M. Hicks

cc. Business Telecom, Inc., General Counsel

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Business Telecom, Inc Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. _____

PETITION FOR APPROVAL OF THE
AMENDMENT TO THE INTERCONNECTION AGREEMENT
NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.
AND BUSINESS TELECOM, INC.
PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996

COME NOW, Business Telecom, Inc. ("BTI") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated March 25, 2003 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, BTI and BellSouth state the following.

1. BTI and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to BTI. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on June 2, 2003.

2. The parties have recently negotiated an Amendment to the Agreement which modifies the Notice provision in the Agreement. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, BTI and BellSouth are submitting their Amendment to the TRA for its consideration and

approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and BTI within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. BTI and BellSouth aver that the Amendment is consistent with the standards for approval.

BTI and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 30 day of May, 2005.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

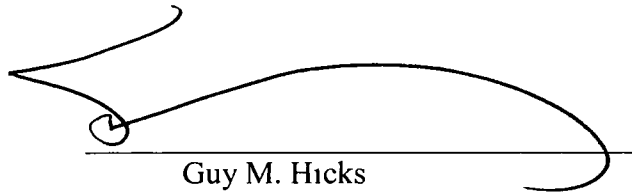
By. 

Guy M. Hicks
333 Commerce Street, Suite 2101
Nashville, Tennessee 37201-3300
(615) 214-6301
Attorney for BellSouth

CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 31 day of May 2005:

Business Telecom, Inc.
General Counsel
4300 Six Forks Road
Raleigh, NC 27609



Guy M. Hicks

**Amendment to the Agreement
Between
Business Telecom, Inc.
and
BellSouth Telecommunications, Inc.
Dated March 25, 2003**

Pursuant to this Amendment, (the "Amendment"), Business Telecom, Inc ("BTI"), and BellSouth Telecommunications, Inc. ("BellSouth"), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated March 25, 2003, ("Agreement") to be effective on date of last signature

WHEREAS, BellSouth and ITC DeltaCom entered into the Agreement on March 25, 2003, and,

WHEREAS, The Parties desire to change the Notices address in the General Terms and Conditions,

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows

1. The Parties agree to delete from Section 21.1 of the General Terms and Conditions the addresses, and replace with the addresses as set forth below.

BellSouth Telecommunications, Inc.

BellSouth Local Contract Manager
600 North 19th Street, 8th floor
Birmingham, AL 35203

and

ICS Attorney
Suite 4300
675 West Peachtree Street
Atlanta, GA 30375

Business Telecom, Inc

Regulatory Department
7037 Old Madison Pike, Suite 400
Huntsville, AL 35802
PH (256)-382-3843
FAX (256)-382-3936

- 2 All of the other provisions of the Agreement, dated March 25, 2003, shall remain in full force and effect

3. Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below

BellSouth Telecommunications, Inc.

By Kristen Rowe

Name: Kristen Rowe

Title. Director

Date 4/14/05

Business Telecom, Inc.

By: Jerry Watts

Name. JERRY WATTS

Title. VP

Date 4-11-05